

DRAFT COVENANT

Covenant

I, Peter C. J. Kelley, Trustee of 509 Woburn Street Realty Trust, under declaration of Trust dated December 15, 2007, and referenced by a Certificate under M.G.L. Chapter 184 section 35 recorded as Document Number _____ with the Registry of Deeds for the South Registry District of Middlesex County in Registration Book 1348 at Page 49 and noted on Certificate of Title Number 241001, of Lexington, Middlesex County, Massachusetts, the owner of certain land in Lexington, Middlesex County, Massachusetts, known and numbered 509 Woburn Street, Lexington, Middlesex County, Massachusetts shown as Parcel 2 on Assessors Map 53 and as lot A3 on Land Court Plan number 13923C, a subdivision Plan approved by the Land Court and filed in the Land Registration Office, a copy of which is filed in the Registry of Deeds for the South Registry District of Middlesex County in Registration Book 316, at Page 457, with Certificate of Title 47352, and;

We, Peter C. J. Kelley and Richard F. Perry, as we are Trustees of R.H. Realty under Declaration of Trust dated December 28, 1984, as amended, registered with Middlesex South Registry District of the Land Court as Document No. 673457 and recorded with Middlesex South Registry of Deeds in Book _____ at page _____ both of Lexington, Middlesex County, Massachusetts, the owners of certain land in Lexington, Middlesex County, Massachusetts known and numbered 425 Woburn Street, Lexington, Middlesex County, Massachusetts shown as Parcel 3A on Assessors Map 53 and as lot A4 shown on a subdivision plan, approved by the Land Court, and filed in the Land Registration Office, a copy of which is filed in the Registry of Deeds for the South Registry District of Middlesex County in Registration Book 439 at Page 541 with Certificate of Title No. 105008 and shown on a certain plan entitled _____ dated _____, by _____, Registered Land Surveyor, recorded with _____ County Registry of Deeds in Plan Book __, Page __,

Both Parcel 2 and 3A are in the RD-5 Zone.

Whereas as part of the proposal to rezone the land owned by Peter C. J. Kelley, Trustee of 509 Woburn Street Realty Trust, to RD-5, previously passed by Town Meeting and now before the Board of Appeals for the issuance of a Special Permit, the proponent has made certain representations to Town Meeting and desires to perpetuate said representations.

Now in consideration of the Special Permit granted by the Board of Appeals the Grantors agree to the follows:

Neither they nor their heirs, devisees, successors, assigns or grantees will conduct or perform or permit others to conduct or perform any act in violation of the following covenants on or in respect to the above-described land and hereby granting the Town the right to enforce these restrictions, except as hereinafter specifically provided:

(1) Rental housing:

In that portion of the RD-5 Zone owned by R.H. Realty Trust, shown as Parcel 3A on the Property Rights and Dimensional Standards Plan on file with the Board of Appeals, the development known as Countryside Manor will remain as rental housing and will not be converted to condominiums, unless said conversion is approved by a two-thirds vote of Town Meeting all as agreed by the 1985 rezoning to RD-5;

(2) Sidewalk:

509 Woburn Street Realty Trust will diligently pursue permits, from the necessary permit granting authorities to construct a sidewalk from the RD-5 to the corner of Peachtree Road and to provide curb cuts for handicap access to a crosswalk across Woburn Street to the existing sidewalk on the North side of Woburn Street.

(3) Public Transportation:

509 Woburn Street Realty Trust will enter a memorandum of understanding with the Town of Lexington to encourage the return of LEXPRESS to the RD-5 Zone. The memorandum will include the purchase of an agreed number of LEXPRESS passes for a trial period. The trust agrees to continue to work cooperatively with the Town on an ongoing basis to encourage the use of LEXPRESS in the RD-5 Zone.

(4) Trees:

509 Woburn Street Realty Trust will contribute approximately \$21,000.00 to the Lexington Tree Fund and plant approximately fifty five (55) trees, At this time we propose 24 deciduous trees (10 @ 4" caliper and 14 @ 3" caliper) and thirty one (31) evergreens (31 @ 3" caliper).

(5) Remedies

This Covenant shall be binding upon and may be enforced against the grantors, their heirs, devisees, successors, grantees or assigns, by the Town of Lexington.

Witness the execution hereof under seal as of February 18, 2010.

Peter C. J. Kelley, Trustee

Richard F. Perry, Trustee

COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss.

February 18, 2010

On this 18th day of February, 2010, before me, the undersigned notary public, personally appeared Peter C. J. Kelley, Trustee, and Richard F. Perry, Trustee, both trustees as aforesaid personally known to me as the persons whose names are is signed on the preceding or attached document, and acknowledged to me that they signed it voluntarily for its stated purpose as ther free act and deed.

Notary Public:
My Commission Expires: 2-18-2011